

EXHIBIT Q

SIDLEY & AUSTIN
A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

Nov 25 3 44 PM '91
1700 EYE STREET, N.W.

WASHINGTON, D.C. 20006
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November 22, 1991

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TOKYO
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HASHIDATE LAW OFFICE

WRITER'S DIRECT NUMBER
(202) 736-8149

BY HAND

Ms. Donna R. Searcy
Secretary
Federal Communications Commission
1919 M Street, N.W.
Room 222
Washington, D.C. 20554

RECEIVED

NOV 22 1991

Federal Communications Commission
Office of the Secretary

Re: WTVE(TV), Reading, Pennsylvania
Reading Broadcasting, Inc.
Amendment to Application for Consent to
Transfer of Control

Dear Ms. Searcy:

On behalf of Reading Broadcasting, Inc., enclosed is an amendment to its pending application for the consent to transfer of control of WTVE(TV), filed on November 13, 1991. The amendment corrects an inadvertent error in the licensee's portion of the application. Accordingly, please substitute the attached Page 3 of FCC Form 315 for the corresponding page filed with Reading's application.

Should any questions arise concerning this correspondence, please contact the undersigned.

Sincerely,

Paula Friedman

Paula G. Friedman

Enclosure

cc: Ms. Gladys Whitmyer

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Section I (Page 3)

GENERAL INFORMATION

Part II

Federal Communications Commission
Office of the Secretary

1. Name of Licensee Reading Broadcasting, Inc.

Street Address

City

1 7 2 9 1 1 t h S t r e e t R e a d i n g

State

Zip Code

Telephone No.

(include area code)

P A

1 9 6 0 4

(215) 921-9181

2. Is the information shown in licensee's Ownership Reports now on file with the Commission (FCC Form 323 or 323-E) true and correct as of this date?

YES NO

☒ ☐

If the answer is No, attach as Exhibit No. _____ an Ownership Report supplying full and up-to-date information.

3. Will the licensee sell any stock or other security not set forth in Section I, Part I herein?

☐ ☒

If, Yes, explain in Exhibit No. _____.

4. State in Exhibit No. _____ whether the licensee, or any officer, director, member of the licensee's governing board, or any stockholder owning 10% or more of the licensee's stock (other than as set forth in Question 7, Section I, Part I): (a) have any interest in or connection with an AM, FM or television broadcast station; or an application pending before the FCC; or (b) has had any interest in or connection with any dismissed and/or denied application; or any FCC license which has been revoked. See Exhibit 3

The Exhibit should include the following information: (i) name of party with such interest; (ii) nature of interest or connection, giving dates; (iii) call letters or file number of application, or docket number; (iv) location.

5. Since the filing of the licensee's last renewal application for the station affected by this transfer, or other major application, has an adverse finding been made, a consent decree been entered or adverse final action been approved by any court or administrative body with respect to the licensee, or any officer, director, member of the licensee's governing board, or any stockholder owning 10% or more of the licensee's stock, concerning any civil or criminal suit, action or proceeding brought under the provisions of any federal, state, territorial or local law relating to the following: any felony; lotteries; unlawful restraints or monopolies; unlawful combinations; contracts or agreements in restraints of trade; the use of unfair methods of competition; fraud; unfair labor practices; or discrimination?

☐ ☒

If Yes, attach as Exhibit No. _____ a full description, including identification of the court or administrative body, proceeding by the file number, the person and matters involved, and the disposition of litigation.

COMMISSION USE ONLY

File No.

United States of America
Federal Communications Commission
Washington, D.C. 20554

Approved by OMB
3060-0032
Expires 6/30/89

BTCT-911113 KH

**APPLICATION FOR CONSENT TO TRANSFER OF CONTROL OF CORPORATION HOLDING BROADCAST
STATION CONSTRUCTION PERMIT OR LICENSE**

(Carefully read instructions before filling out Form — RETURN ONLY FORM TO FCC)

GENERAL INFORMATION

Section I

Part I — Transferor

1. Name of Transferor Reading Broadcasting, Inc., as debtor-in-possession

Street Address

City

1 7 2 9 North 11th Street Reading

State

Zip Code

Telephone No.

(include area code)

PA

1 9 6 0 4

(215) 921-9181

2. Authorization held by corporation whose control is to be transferred

a. Call Letters WTVE(TV) Location Reading, Pennsylvania

- b. Has the station commenced its initial program tests within the past twelve months?

☐ YES ☒ NO

If yes, was the initial construction permit granted after comparative hearing?

☐ YES ☐ NO

If yes, attach as Exhibit No. the showing required by Section 73.3597.

3. Call letters of any Remote Pickup, STL, SCA, or other stations held by corporation whose control is to be transferred: See Exhibit 1
4. Attach as Exhibit No. a copy of the contract or agreement for transfer of control of the licensee. If there is only an oral agreement, reduce the terms to writing and attach. See Exhibit 2
5. Attach as Exhibit No. 2 a full narrative statement as to the means by which transferor has control over the licensee and the manner by which control over licensee is being transferred.
6. Stock holdings of transferor in licensee:

NAME OF TRANSFEROR	INTEREST HELD		LICENSEE'S TOTAL SHARES OUTSTANDING	
	BEFORE TRANSFER Shares %	AFTER TRANSFER Shares %	BEFORE TRANSFER	AFTER TRANSFER
Reading Broadcasting Inc., as debtor-in-possession	100%	0%	50,000	419,038

NOV 19 10 23 AM '91

GENERAL INFORMATION

Part I

7. State in Exhibit No. 3 whether the transferor, or any partner, officer, director, members of the transferor's governing board, or any stockholder owning 10% or more of the transferor's stock: (a) have any interest in or connection with an AM, FM or television broadcast station; or an application pending before the FCC; or (b) has had any interest in or connection with any dismissed and/or denied application; or any FCC license which has been revoked.

The Exhibit should include the following information: (i) name of party with such interest; (ii) nature of interest or connection; (iii) call letters or file number of application, or docket number; (iv) location.

8. Since the filing of the transferor's last renewal application for the station affected by this transfer, or other major application, has an adverse finding been made, a consent decree been entered or adverse final action been approved by any court or administrative body with respect to transferor, or any partner, officer, director, member of the transferor's governing board or any stockholder owning 10% or more of transferor's stock, concerning any civil or criminal suit, action or proceeding brought under the provisions of any federal, state, territorial or local law relating to the following: any felony, lotteries; unlawful restraints or monopolies; unlawful combinations; contracts or agreements in restraint of trade; the use of unfair methods of competition; fraud; unfair labor practices; or discrimination?

☐ YES ☒ NO

If Yes, attach as Exhibit No. _____ a full description, including identification of the court or administrative body, proceeding by file number, the person and matters involved, and the disposition of litigation.

Part II

1. Name of Licensee Reading Broadcasting, Inc., as debtor-in-possession

Street Address

City

1 7 2 9 1 1 t h S t r e e t R e a d i n g

State

Zip Code

Telephone No.

(Include area code)

P A

1 9 6 0 4

(215) 921-9181

2. Is the information shown in licensee's Ownership Reports now on file with the Commission (FCC Form 323 or 323-E) true and correct as of this date?
- YES NO
- ☒ ☐

If the answer is No, attach as Exhibit No. _____ an Ownership Report supplying full and up-to-date information.

3. Will the licensee sell any stock or other security not set forth in Section I, Part I herein?
- ☐ ☒

If, Yes, explain in Exhibit No. _____.

4. State in Exhibit No. _____ whether the licensee, or any officer, director, member of the licensee's governing board, or any stockholder owning 10% or more of the licensee's stock (other than as set forth in Question 7, Section I, Part I): (a) have any interest in or connection with an AM, FM or television broadcast station; or an application pending before the FCC; or (b) has had any interest in or connection with any dismissed and/or denied application; or any FCC license which has been revoked. See Exhibit 3

The Exhibit should include the following information: (i) name of party with such interest; (ii) nature of interest or connection, giving dates; (iii) call letters or file number of application, or docket number; (iv) location.

5. Since the filing of the licensee's last renewal application for the station affected by this transfer, or other major application, has an adverse finding been made, a consent decree been entered or adverse final action been approved by any court or administrative body with respect to the licensee, or any officer, director, member of the licensee's governing board, or any stockholder owning 10% or more of the licensee's stock, concerning any civil or criminal suit, action or proceeding brought under the provisions of any federal, state, territorial or local law relating to the following: any felony; lotteries; unlawful restraints or monopolies; unlawful combinations; contracts or agreements in restraints of trade; the use of unfair methods of competition; fraud; unfair labor practices; or discrimination?
- ☐ ☒

If Yes, attach as Exhibit No. _____ a full description, including identification of the court or administrative body, proceeding by the file number, the person and matters involved, and the disposition of litigation.

GENERAL INFORMATION

Part III

1. Name of Transferee Reading Broadcasting, Inc.

Street Address

City

1 7 2 9 1 1 t h S t r e e t R e a d i n g

State

Zip Code

Telephone No.

(Include area code)

P A

1 9 6 0 4

(215) 921-9181

2. Does the contract submitted in response to Question 4, Part I of Section I embody the full and complete agreement between the parties?

YES

NO

☒☐

See Exhibit 2

If No, explain in Exhibit No. _____.

Section II

TRANSFeree'S LEGAL QUALIFICATIONS

1. Applicant is:

☐ an individual☐ a general partnership☐ a limited partnership☒ a corporation☐ other

2. If the applicant is an unincorporated association or a legal entity other than an individual, partnership or corporation, describe in Exhibit No. _____ the nature of the applicant.

CITIZENSHIP AND OTHER STATUTORY REQUIREMENTS

YES

NO

3. (a) Is the applicant in compliance with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments?

☒☐

(b) Will any funds, credit, etc., for construction, purchase or operation of the station(s) be provided by aliens, foreign entities, domestic entities controlled by aliens, or their agents?

☐☒

If Yes, provide particulars as Exhibit No. _____.

TRANSFEREE'S LEGAL QUALIFICATIONS

- | | YES | NO |
|---|--------------------------|-------------------------------------|
| 4. (a) Has an adverse finding been made, adverse final action taken or consent decree approved by any court or administrative body as to the applicant or any party to the application in any civil or criminal proceeding brought under the provisions of any law related to the following: any felony, antitrust, unfair competition, fraud, unfair labor practices, or discrimination? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (b) Is there now pending in any court or administrative body any proceeding involving any of the matters referred to in 4 (a)? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

If the answer to (a) or (b) above is Yes, attach as Exhibit No. _____, a full disclosure concerning the persons and matters involved, identifying the court or administrative body and the proceeding (by dates and file numbers), stating the facts upon which the proceeding was based or the nature of the offense committed, and disposition or current status, of the matter. Information called for by this question which is already on file with the Commission need not be refiled provided: (1) the information is now on file in another application or FCC form filed by or on behalf of transferee; (2) the information is identified fully by reference to the file number (if any); the FCC form number, and the filing date of the application or other form containing the information and the page or paragraph referred to; and (3) after making the reference, the transferee states, "No change since date of filing."

TABLE I PARTIES TO APPLICATION

5. (a) Complete Table I with respect to the transferee. Additionally, Table I should be completed, where appropriate, for those partners, stockholders, officers and/or directors of the licensee who are not associated with the transferee. (Note: If the applicant considers that to furnish complete information would pose an unreasonable burden, it may request that the Commission waive the strict terms of this requirement).

INSTRUCTIONS: If applicant is an individual, fill out column (a) only. If applicant is a partnership, fill out columns (a), (b) and (d), state as to each general or limited partner (including silent partners): (a) name and residence, (b) nature of partnership interest (i.e., general or limited), and (d) percent of ownership interest. If applicant is a corporation or an unincorporated association with 50 or fewer stockholders, stock subscribers, holders of membership certificate or other ownership interest, fill out all columns, giving the information requested as to all officers, directors and members of governing board. In addition, give the information as to all persons or entities who are the beneficial or record owners of or have the right to vote capital stock, membership or owner interest or are subscribers to such interests. If the applicant has more than 50 stockholders, stock subscribers or holders or membership certificates or other ownership interests, furnish the information as to officers, directors, members of governing board, and all persons or entities who are the beneficial or record owners of or have the right to 1% or more of the capital stock, membership or owner interest, except that if such entity is a bank, insurance company or investment company (as defined by 15 U.S.C. Section 80a-3) which does not invest for purposes of control, the stock, membership or owner interest need only be reported if 5% or more.

Applicants are reminded that questions 5 through 7 of this Section must be completed as to all "parties to this application" as that term is defined in the instructions to Section II of this form.

Name and Residence (Home) Address(es)	Nature of Partnership Interest or Office Held	Director or Member of Governing Board		% of: Ownership (O) or Partnership (P) or Voting Stock (VS) or Membership (M)
		YES	NO	
(a)	(b)	(c)		(d)
Henry N. Aurandt, M.D. Reading, PA	Secretary	X		13.98%(VS)**
Henry N. Aurandt, M.D. Helen K. Aurandt Reading, PA			X	3.85%(VS)
Robert A. Denby, M.D. West Lawn, PA			X	4.75%(VS)
Sergio Prosperi, M.D. Reading, PA			X	2.86%(VS)
Jack A. Linton Nancy A. Linton Reading, PA		X		0.82%(VS)
Irvin Cohen Reading, PA			X	2.88%(VS)

** See Exhibit 4

TRANSFEREE'S LEGAL QUALIFICATIONS

Table I (cont'd.)

PARTIES TO APPLICATION

Name and Residence (Home) Address(es)	Nature of Partnership Interest or Office Held	Director or Member of Governing Board		% of: Ownership (O) or Partnership (P) or Voting Stock (VS) or Membership (M)
		YES	NO	
(a)	(b)	(c)		(d)
Roger N. Longenecker, M.D. L. Carole Longenecker Leesport, PA			X	3.68%(VS)
Ralph H. Tietbohl, M.D. West Lawn, PA			X	3.50%(VS)
Patricia J. Verbinski Wyomissing, PA			X	3.83%(VS)
Robert H. Clymer, M.D. Wyomissing, PA		X		1.42%(VS)
Larry A. Rotenberg, M.D. Allison A. Rotenberg Wyomissing, PA			X	1.20%(VS)
David E. Mann, Sr. Barbara W. Mann West Lawn, PA			X	2.38%(VS)
Joanne V. Davis Wyomissing, PA			X	0.84%(VS)
Albert R. Boscov Reading, PA			X	0.77%(VS)
John R. Bower, Jr., M.D. Jill L. Bower Wyomissing, PA			X	1.91%(VS)
Edward C. Fischer, M.D. Reading, PA		X		2.89%(VS)
Bernard R. Gerber Wyomissing, PA			X	0.82%(VS)
Catherine Z. Morrow Shillington, PA			X	1.27%(VS)

TRANSFEREE'S LEGAL QUALIFICATIONS

Table I (cont'd.)

PARTIES TO APPLICATION

Name and Residence (Home) Address(es)	Nature of Partnership Interest or Office Held	Director or Member of Governing Board		% of: Ownership (O) or Partnership (P) or Voting Stock (VS) or Membership (M)
		YES	NO	
(a)	(b)	(c)		(d)
Donald E. Stoudt, M.D. Mary Lu Stoudt West Lawn, PA			X	0.32%(VS)
David L. Hyman Reading, PA			X	0.49%(VS)
George Pavloff La Canada Flintridge, CA			X	1.63%(VS)
Ben F. Bowers Royersford, PA			X	1.51%(VS)
Harvey L. Massey Longwood, FL			X	1.17%(VS)
Al W. Busby Atlanta, GA			X	0.65%(VS)
Fred Hollingsworth St. John, WA			X	0.65%(VS)
Carol Anne Kasko Lititz, PA			X	0.65%(VS)
Ethlyn Muir Sequim, WA			X	0.65%(VS)
Hugh Morris Port Angeles, WA			X	0.65%(VS)
Paul Pavloff Atlanta, GA			X	0.65%(VS)
Harry Brueckman Jenkintown, PA			X	0.33%(VS)
John H. Gallen Reading, PA			X	0.33%(VS)

TRANSFeree'S LEGAL QUALIFICATIONS

Table I (cont'd.)

PARTIES TO APPLICATION

Name and Residence (Home) Address(es)	Nature of Partnership Interest or Office Held	Director or Member of Governing Board		% of: Ownership (O) or Partnership (P) or Voting Stock (VS) or Membership (M)
		YES	NO	
(a)	(b)	(c)		(d)
Helen Kirkpatrick Hershey, PA	President		X	0.33%(VS)
Barbara MacCallum Wyomissing, PA			X	0.33%(VS)
Martin Muir Sequim, WA			X	0.33%(VS)
Mark Norris George, WA			X	0.33%(VS)
Richard M. Palmer, Jr. Reading, PA			X	0.33%(VS)
Stella Pavloff-Bull Woodland Hills, CA			X	0.33%(VS)
Andolpho E. Rodriguez West Reading, PA			X	0.33%(VS)
Martin Wohlbruck Wyomissing Hills, PA			X	0.33%(VS)
Dolores Gallen Reading, PA			X	0.16%(VS)
Micheal Parker Enumclaw, WA		X		0%
STV Reading, Inc. Reading, PA			X	4.22%(VS)
Partel, Inc. Enumclaw, WA			X	29.69%(VS)**
** Meridian Bank holds an option, which it may exercise at will, to purchase 26,190 shares (6.25%) of Reading's stock from Partel, Inc. for one dollar (\$1).				

Section II (page 5)

TRANSFEREE'S LEGAL QUALIFICATIONS

YES NO

5. (b) Does the applicant or any party to this application, own or have any interest in a daily newspaper or cable television system? ☐ YES ☒ NO
- (c) Does the applicant or any party to this application have an ownership interest in, or is an officer, director or partner of, an investment company, bank, or insurance company which has an interest in a broadcast station, cable system or daily newspaper? ☐ YES ☒ NO

If the answer to questions 5(b) or (c) is Yes, attach as Exhibit No. _____, a full disclosure concerning persons involved, the nature of such interest, the media interest and its location.

OTHER BROADCAST INTERESTS

6. Does the applicant or any party to this application have any interest in or connection with the following?

- (a) an AM, FM or TV broadcast station? ☒ YES ☐ NO
- (b) a broadcast application pending before the FCC? ☒ YES ☐ NO

7. Has the applicant or any party to this application had any interest in or connection with the following:

- (a) an application which has been dismissed with prejudice by the Commission? ☒ YES ☐ NO
- (b) an application which has been denied by the Commission? ☒ YES ☐ NO
- (c) a broadcast station, the license which has been revoked? ☐ YES ☒ NO
- (d) an application in any Commission proceeding which left unresolved character issues against the applicant? ☐ YES ☒ NO
- (e) If the answer to any of the questions in 6 or 7 is Yes, state in Exhibit No. _____, the following information: ☐ YES ☐ NO

See Exhibit 3

- (i) Name of party having such interest;
- (ii) Nature of interest or connection, giving dates;
- (iii) Call letters of stations or file number of application, or docket number;
- (iv) Location.

8. (a) Are any of the parties to this application related to each other (as husband, wife, father, mother, brother, sister, son or daughter)? ☐ YES ☒ NO
- (b) Does any member of the immediate family (i.e., husband, wife, father, mother, brother, sister, son or daughter) of any party to this application have any interest in or connection with any other broadcast station or pending application? ☐ YES ☒ NO

If the answer to (a) or (b) above is Yes, attach as Exhibit No. _____, a full disclosure concerning the persons involved, their relationship, the nature and extent of such interest or connection, the file number of such application, and the location of such station or proposed station.

TRANSFeree'S LEGAL QUALIFICATIONS

OWNERSHIP AND CONTROL

9. Are there any documents, instruments, contracts or understandings relating to ownership or future ownership rights (including, but not limited to, non-voting stock interests, beneficial stock ownership interests, options, warrants, debentures)?

☒ ☐

If Yes, provide particulars as Exhibit No. _____. See Exhibit 4

10. Do documents, instruments, agreements or understandings for the pledge of stock of a corporate applicant, as security for loans or contractual performance, provide that (a) voting rights will remain with the applicant, even in the event of default on the obligation; (b) in the event of default, there will be either a private or public sale of the stock; and (c) prior to the exercise of stockholder rights by the purchaser at such sale, the prior consent of the Commission (pursuant to 47 U.S.C. 310(d)) will be obtained?

☒ ☐

If No, attach as Exhibit No. _____ a full explanation.

Section III

TRANSFeree'S FINANCIAL QUALIFICATIONS

1. The applicant certifies that sufficient net liquid assets are on hand or are available from committed sources to consummate the transaction and operate the facilities for three months.
2. The applicant certifies that: (a) it has a reasonable assurance of a present firm intention for each agreement to furnish capital or purchase capital stock by parties to the application, each loan by banks, financial institutions or others, and each purchase of equipment on credit; (b) it can and will meet all contractual requirements as to collateral, guarantees, and capital investment; (c) it has determined that all such sources (excluding banks, financial institutions and equipment manufacturers) have sufficient net liquid assets to meet these commitments.

☒ ☐

☒ ☐

SECTION IV

TRANSFeree'S PROGRAM SERVICE STATEMENT

FOR AM AND FM APPLICANTS

1. Attach as Exhibit No. _____ a brief description, in narrative form, of the planned programming service relating to the issues of public concern facing the proposed service area.

FOR TELEVISION APPLICANTS See Exhibit 5

2. Ascertainment of Community Needs.
- A. State in Exhibit No. _____ the methods used by the applicant to ascertain the needs and interests of the public served by the station. Such information shall include (1) identification of representative groups, interests and organizations which were consulted and (2) the major communities or areas which applicant principally undertakes to serve.
- B. Describe in Exhibit No. _____ the significant needs and interests of the public which the applicant believes its station will serve during the coming license period, including those with respect to national or international matters.
- C. List in Exhibit No. _____ typical and illustrative programs or program series (*excluding Entertainment and News*) that applicant plans to broadcast during the coming license period to meet those needs and interests.
3. State the minimum amount of time, between 6:00 a.m. and midnight, the applicant proposes to normally devote each week to the program types listed below (*see definitions in instructions*). Commercial matter, within a program segment, shall be excluded in computing the time devoted to that particular program segment, e.g., a 15-minute news program containing three minutes of commercial matter, shall be computed as a 12-minute news program.

	HOURS	MINUTES	% of TOTAL TIME ON AIR
NEWS	_____	_____	_____
PUBLIC AFFAIRS	_____	_____	_____
ALL OTHER PROGRAMS (<i>Exclusive of Sports and Entertainment</i>)	_____	_____	_____
TOTAL LOCAL PROGRAMMING	_____	_____	_____

4. State the maximum amount of commercial matter the applicant proposes to allow normally in any 60-minute segments: _____
5. State the maximum amount of commercial matter the applicant proposes to allow normally in a 60-minute segment between the hours of 6 p.m. to 11 p.m. (5 p.m. to 10 p.m. Central and Mountain Times): _____
- (a) State the number of hourly segments per week this amount is expected to be exceeded, if any: _____
6. State in Exhibit No. _____, in full detail, the reasons why the applicant would allow the amount of commercial matter stated in Questions 4 and 5 above to be exceeded.

SECTION V

TRANSFEREE'S EQUAL EMPLOYMENT OPPORTUNITY PROGRAM

YES NO

1. Does the applicant propose to employ five or more fulltime employees?

☒ ☐

If the answer is Yes, the applicant must include an EEO program called for in the Model EEO Program. (FCC Form 396-A). See FCC Form 396-A attached.

SECTION VI

Part I — TRANSFEROR

TRANSFEROR'S CERTIFICATION

The **TRANSFEROR** acknowledges that all its statements made in this application and attached exhibits are considered material representations, and that all of its exhibits are a material part hereof and are incorporated herein.

The **TRANSFEROR** represents that this application is not filed by it for the purpose of impeding, obstructing, or delaying determination on any other application with which it may be in conflict.

In accordance with Section 1.65 of the Commission's Rules, the **TRANSFEROR** has a continuing obligation to advise the Commission, through amendments, of any substantial and significant change in the information furnished.

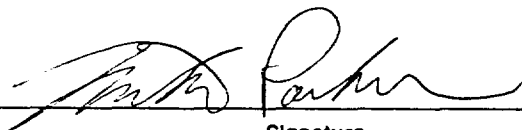
**WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT
U.S. CODE, TITLE 18, Section 1001**

I certify that the transferor's statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Signed and dated this 12th day of November, 19 91

Reading Broadcasting, Inc., as debtor-in-possession

Name of Transferor



Signature

President

Title

SECTION VI

Part II — Licensee

LICENSEE'S CERTIFICATION

1. Has or will the licensee comply with the public notice requirement of Section 73.3580 of the Rules?

☒ YES ☐ NO

The LICENSEE hereby waives any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended).

The LICENSEE acknowledges that all its statements made in this application and attached exhibits are considered material representations, and that all of its exhibits are a material part hereof and are incorporated herein.

The LICENSEE represents that this application is not filed by it for the purpose of impeding, obstructing or delaying determination on any other application with which it may be in conflict.

In accordance with Section 1.85 of the Commission's Rules, the LICENSEE has a continuing obligation to advise the Commission, through amendments, of any substantial and significant changes in the information furnished.

**WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT.
U.S. CODE, TITLE 18, SECTION 1001.**

I certify that the licensee's statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Signed and dated this 12th day of November, 1991

Reading Broadcasting, Inc., as debtor-in-possession

Name of Licensee

Signature

Title

SECTION VI

Part III — Transferee

TRANSFEEE'S CERTIFICATION

The TRANSFEEE hereby waives any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended).

The TRANSFEEE acknowledges that all its statements made in this application and attached exhibits are considered material representations, and that all of its exhibits are a material part hereof and are incorporated herein.

The TRANSFEEE represents that this application is not filed by it for the purpose of impeding, obstructing, or delaying determination on any other application with which it may be in conflict.

In accordance with Section 1.65 of the Commission's Rules, the TRANSFEEE has a continuing obligation to advise the Commission, through amendments, of any substantial and significant changes in the information furnished.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT.
U.S. CODE, TITLE 18 Section 1001.

I certify that the transferee's statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Signed and dated this 12th day of November, 1991

Reading Broadcasting, Inc.

Name of Transferee

Signature

Title

**BROADCAST EQUAL EMPLOYMENT OPPORTUNITY
MODEL PROGRAM REPORT**

1. APPLICANT

Name of Applicant Reading Broadcasting, Inc.	Address 1729 N. 11th Street Reading, PA 19604
Telephone Number (include area code) 215-921-9181	

2. This form is being submitted in conjunction with:

☐ Application for Construction Permit for New Station ☐ Application for Assignment of License

☒ Application for Transfer of Control

(a) Call letters (or channel number of frequency) _____

WTVE(TV)

(b) Community of License (city and state) _____

Reading, Pennsylvania

(c) Service:

☐

AM

☐

FM

☒

TV

☐

Other (Specify) _____

INSTRUCTIONS

Applicants seeking authority to construct a new commercial, noncommercial or international broadcast station, applicants seeking authority to obtain assignment of the construction permit or license of such a station, and applicants seeking authority to acquire control of an entity holding such construction permit or license are required to afford equal employment opportunity to all qualified persons and to refrain from discrimination in employment and related benefits on the basis of race, color, religion, national origin or sex. See Section 73.2060 of the Commission's Rules. Pursuant to these requirements, an applicant who proposes to employ five or more full-time employees must establish a program designed to assure equal employment opportunity for women and minority groups (that is, Blacks not of Hispanic origin, Asians or Pacific Islanders, American Indians or Alaskan Natives and Hispanics). This is submitted to the Commission as the Model EEO Program. If minority group representation in the available labor force is less than five percent (or the aggregate), a program for minority group members is not required. In such cases, a statement so indicating must be set forth in the EEO model program. However, a program must be filed for women since they comprise a significant percentage of virtually all area labor forces. If an applicant proposes to employ fewer than five full-time employees, no EEO program for women or minorities need be filed.

Guidelines for a Model EEO Program and a Model EEO Program are attached.

NOTE: Check appropriate box, sign the certification below and return to FCC:

☐ Station will employ fewer than 5 full-time employees; therefore no written program is being submitted.

☒ Station will employ 5 or more full-time employees. Our Model EEO Program is attached. (You must complete all sections of this form.)

I certify that the statements made herein are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Signed and dated this 7th day of November, 19 91

Signed _____

Title _____

GUIDELINES TO THE MODEL EEO PROGRAM

The model EEO program adopted by the Commission for construction permit applicants, assignees and transferees contains five sections designed to assist the applicant in establishing an effective EEO program for its station. The specific elements which should be addressed are as follows:

I. GENERAL POLICY

The first section of the program should contain a statement by the applicant that it will afford equal employment opportunity in all personnel actions without regard to race, color, religion, national origin or sex, and that it has adopted an EEO program which is designed to fully utilize the skills of qualified minorities and women in the relevant available labor force.

II. RESPONSIBILITY FOR IMPLEMENTATION

This section calls for the name (if known) and title of the official who will be designated by the applicant to have responsibility for implementing the station's program.

III. POLICY DISSEMINATION

The purpose of this section is to disclose the manner in which the station's EEO policy will be communicated to employees and prospective employees. The applicant's program should indicate whether it: (a) intends to utilize an employment application form which contains a notice informing job applicants that discrimination is prohibited and that persons who believe that they have been discriminated against may notify appropriate governmental agencies; (b) will post a notice which informs job applicants and employees that the applicant is an equal opportunity employer and that they may notify appropriate governmental authorities if they believe that they have been discriminated against; and (c) will seek the cooperation of labor unions, if represented at the station, in the implementation of its EEO program and in the inclusion of nondiscrimination provisions in union contracts. The applicant should also set forth any other methods it proposes to utilize in conveying its EEO policy (e.g., orientation materials, on-air announcements, station newsletter) to employees and prospective employees.

IV. RECRUITMENT

The applicant should specify the recruitment sources and other techniques it proposes to use to attract qualified minority and female job applicants. Not all of the categories of recruitment sources need be utilized. The purpose of the listing is to assist the applicant in developing specialized referral sources to establish a pool of qualified minorities and women who can be contacted as job opportunities occur. Sources which subsequently prove to be nonproductive should not be relied on and new sources should be sought.

V. TRAINING

Training programs are not mandatory. Each applicant is expected to decide, depending upon its own individual situation, whether a training program is feasible and would assist in its effort to increase the available pool of qualified minority and female applicants. Additionally, the applicant may set forth any other assistance it proposes to give to students, schools or colleges which is designed to be of benefit to minorities and women interested in entering the broadcasting field. The beneficiary of such assistance should be listed, as well as the form of assistance, such as contributions to scholarships, participation in work study programs, and the like.

MODEL EQUAL EMPLOYMENT OPPORTUNITY PROGRAM

I. GENERAL POLICY

It will be our policy to provide employment opportunity to all qualified individuals without regard to their race, color, religion, national origin or sex in all personnel actions including recruitment, evaluation, selection, promotion, compensation, training and termination.

It will also be our policy to promote the realization of equal employment opportunity through a positive, continuing program of specific practices designed to ensure the full realization of equal employment opportunity without regard to race, color, religion, national origin or sex.

To make this policy effective, and to ensure conformance with the Rules and Regulations of the Federal Communications Commission, we have adopted an Equal Employment Opportunity Program which includes the following elements:

II. RESPONSIBILITY FOR IMPLEMENTATION

(Name/Title) Micheal L. Parker, President will be responsible for the administration and implementation of our Equal Employment Opportunity Program. It will also be the responsibility of all persons making employment decisions with respect to the recruitment, evaluation, selection, promotion, compensation, training and termination of employees to ensure that our policy and program is adhered to and that no person is discriminated against in employment because of race, color, religion, national origin or sex.

III. POLICY DISSEMINATION

To assure that all members of the staff are cognizant of our equal employment opportunity policy and their individual responsibilities in carrying out this policy, the following communication efforts will be made:

- ☒ The station's employment application form will contain a notice informing prospective employees that discrimination because of race, color, religion, national origin or sex is prohibited and that they may notify the appropriate local, State or Federal agency if they believe they have been the victims of discrimination.
- ☒ Appropriate notices will be posted informing applicants and employees that the station is an Equal Opportunity Employer and of their right to notify an appropriate local, State or Federal agency if they believe they have been the victims of discrimination.
- ☐ We will seek the cooperation of unions, if represented at the station, to help implement our EEO program and all union contracts will contain a nondiscrimination clause.
- ☐ Other (specify)

IV. RECRUITMENT

To ensure nondiscrimination in relation to minorities and women, and to foster their full consideration whenever job vacancies occur, we propose to utilize the following recruitment procedures:

- ☒ We will contact a variety of minority and women's organizations to encourage the referral of qualified minority and women applicants whenever job vacancies occur. Examples of organizations we intend to contact are:
Hispanic Center of Reading/Berks County
Spanish Council of Reading/Berks
Police Athletic League
PA Federation of Business & Professional Women's Clubs, Inc.
Berks Community Action Program, Inc.
Reverend Frederick Donaldson (NAACP)
Reading Area Community College

- ☒ In addition to the organizations noted above, which specialize in minority and women candidates, we will deal only with employment services, including State employment agencies, which refer job candidates without regard to their race, color, religion, national origin or sex. Examples of these employment referral services are:

PA Job Service

- ☒ When we recruit prospective employees from educational institutions such recruitment efforts will include area schools and colleges with minority and women enrollments. Educational institutions to be contacted for recruitment purposes are:
Kutztown University
Temple University
Albright College

- ☒ When we place employment advertisements with media some of such advertisements will be placed in media which have significant circulation or viewership or are of particular interest to minorities and women. Examples of media to be utilized are:

Reading Eagle/Times

- ☒ We will encourage employees to refer qualified minority and women candidates for existing and future job openings.

V. TRAINING

- ☐ Station resources and/or needs will be such that we will be unable or do not choose to institute programs for upgrading the skills of employees.
- ☒ We will provide on-the-job training to upgrade the skills of employees.
- ☐ We will provide assistance to students, schools, or colleges in programs designed to enable qualified minorities and women to compete in the broadcast employment market on an equitable basis:

School or Other Beneficiary

Proposed Form of Assistance

☐ Other (specify)

FCC NOTICE TO INDIVIDUALS REQUIRED BY THE PRIVACY ACT AND THE PAPERWORK REDUCTION ACT

The solicitation of personal information requested in this application is authorized by the Communications Act of 1934, as amended. The principal purpose for which the information will be used is to determine if the application requested is consistent with the public interest. The staff, consisting variously of attorneys, analysts, engineers, and applications examiners, will use the information to determine whether the application should be granted, denied, dismissed, or designated for hearing. If all the information requested is not provided, the application may be returned without action having been taken upon it or its processing may be delayed while a request is made to provide the missing information. Accordingly, every effort should be made to provide all necessary information. Your response is required to obtain the requested authority.

THE FOREGOING NOTICE IS REQUIRED BY THE PRIVACY ACT OF 1974, P.L. 93-579, DECEMBER 31, 1974, 5 U.S.C. 552a(e)(3) AND THE PAPERWORK REDUCTION ACT OF 1980, P.L. 96-511, DECEMBER 11, 1980, 44 U.S.C. 3507.

APPLICATION FOR CONSENT
TO TRANSFER OF CONTROL
FCC FORM 315
SECTION I, PART I
ITEM 3

EXHIBIT 1

AUTHORIZATIONS OF AUXILIARY FACILITIES

<u>Call Letters</u>	<u>FCC File Number</u>
WGR-768 (STL)	BLTS-791031MM
WGR-769 (ICR)	BLTI-791031MO
KR-7878 (Remote Pickup)	BLTP-791031MK
KR-7877 (Remote Pickup)	BLTP-791031MJ

APPLICATION FOR CONSENT
TO TRANSFER OF CONTROL
FCC FORM 315
SECTION I, PART I
ITEMS 4, 5

EXHIBIT 2

The instant application requests consent to the transfer of control of Reading Broadcasting, Inc., as debtor-in-possession, licensee of WTVE(TV), Reading, Pennsylvania, to Reading Broadcasting, Inc. ("Reading"). In 1986, three of Reading's creditors filed a petition with the United States District Court for the Eastern District of Pennsylvania seeking special relief under Chapter 11 of the Bankruptcy Code. Reading did not contest the petition, and the court placed Reading into reorganization as a debtor-in-possession, permitting Reading to remain in control and possession of its businesses throughout the reorganization. On April 29, 1988, the Commission granted Reading's application for consent to the involuntary transfer of control of WTVE(TV) from Reading to Reading Broadcasting, Inc., as debtor-in-possession (FCC File No. BTCCT-880411KF). The change in the status of Reading to that of a debtor-in-possession resulted in no change in the ownership or control of Reading.

Attached is an Order of the U.S. Bankruptcy Court for the Eastern District of Pennsylvania confirming the debtor's fifth modification of debtor's fourth amended plan of reorganization. Because the stock ownership of Reading, the proposed transferee, will be different from the stock ownership

of Reading prior to bankruptcy, the instant application is being filed on FCC Form 315, the Long Form application.¹

¹ Please note that on August 14, 1991, Reading Broadcasting, Inc., as debtor-in-possession, filed an application on FCC Form 316 requesting the transfer of control of WTVE(TV) to Reading (FCC File No. BTCCT-910814KE). The Commission granted the application on August 27, 1991. Because of the circumstances surrounding the stock ownership of Reading, as explained in Exhibit 4 to the instant application, the parties did not consummate the transaction.

ST NO.	OFF. NO.	YR.	DOCKET NUMBER	DATE PETITION FILED		REOPENED	CHECK IF APPLICABLE	
13	2	86	04474T	MO. 9	DAY 25	YR. 86	R	0
NAME OF DEBTOR				CHECK PROPER BOXES			Joint Petition	
Reading Broadcasting, Inc t/a				Voluntary			Pro Se Petition	
LAST FIRST MIDDLE				Involuntary			OBLIGATIONS OF DEBTOR AS SCHEDULED	
WTVE Television, TV51 and				Business			PRIORITY	
WTVE Productions				Non-Business			\$	
				COMMENCED UNDER			SECURED	
				Chap. 7			\$	
				Chap. 7 - Stockbroker			UNSECURED	
				Chap. 7 - Commodity Broker			\$	
				Chap. 9			TOTAL ASSETS OF DEBTOR AS SCHEDULED:	
				Chap. 11 10-28-86			\$	
				Chap. 11 - Railroad			\$	
				Chap. 13			NO. OF CREDITORS SCHEDULED:	
				Sec. 304				
ADDRESS OF DEBTOR (Number and Street)				NAME OF JUDGE			FILING FEES PAID IF FULL AT THE TIME OF FILING	
1729 North 11th Street				Twardowski			X	
CITY		COUNTY	STATE	ZIP	JUDGE CODE		FEES TO BE PAID IN INSTALLMENTS	
Reading		Berks	PA	PA	A040			
ATTORNEY FOR DEBTOR		Allen B. Dubroff, Esquire 1710 Spruce Street Philadelphia, PA 19103			TRUSTEE			
ATTORNEY FOR PETITIONING CREDITORS		Ronald Amato P.O. Box 686 Allentown, PA 18105			DATED 9-29-86 ATTEST: <i>Caryl Emmerich</i> Deputy Clerk, U.S. Bankruptcy Court			
EXAMINER		(215) 434-5267						
DATE		DOCUMENT NUMBER	BANKRUPTCY CASE RECORD					
1986								
9/25		#1	Involuntary petition filed. vg					
9/25		2	Summons Issued : Answer date 10/15/86. vg					
9/25		3	Master sheet filed. vg					
9/25		4	EX-PARTE MOTION Of Petitioning Creditors for expedited hearing on motion for trustee & shortening time period to respond. ORDER entered setting hearing on Motion for appointment of interim trustee on 9/26/86 at 1:00 P.M. ce					
9/26		#5	CERTIFICATION OF SERVICE re Summons. vp					
10/17		#6	MOTION FOR DEFAULT re Involuntary Petition. vp					
10/28		#7	ORDER Entered Approving Petitioning Creditors Involuntary Pet:					

RECEIVED JUL-08

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

In Re : Chapter 11
READING BROADCASTING, INC. t/a :
WTVE TELEVISION, TV 51 and :
WTVE PRODUCTIONS :
Debtor : Bankruptcy No. 85-04474T

ORDER CONFIRMING DEBTOR'S FIFTH MODIFICATION
OF DEBTOR'S FOURTH AMENDED PLAN OF REORGANIZATION

AND NOW, this 27th day of June, 1991, upon
consideration of the Debtor's Fifth Modification of Debtor's
Fourth Amended Plan of Reorganization (the "Fifth Modifica-
tion"), and after notice and hearing,

And finding:

1. That on January 10, 1991, the Debtor's Fourth Amended
Plan of Reorganization (the "Plan") was confirmed by entry of an
Order of this Court;

2. That on March 4, 1991, the Debtor's First Modification
to the Plan was confirmed by entry of an Order of this Court,
that on April 4, 1991, the Debtor's Second Modification was
confirmed by entry of an Order of this Court, that on May 6,
1991, the Debtor's Third Modification was confirmed by entry of
an Order of this Court and that on June 4, 1991, the Debtor's
Fourth Modification was confirmed by entry of an Order of this
Court;

3. That the Debtor filed a proposed Fifth Modification and
a Motion requesting confirmation of the Fifth Modification;

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4. That the amendments to the Plan set forth in the Fifth Modification do not materially or adversely affect the interests of the Debtor's creditors and shareholders under the Plan, and that compliance with Section 1125 of the Bankruptcy Reform Act of 1978, as amended, (the "Bankruptcy Code") with respect to the Plan, as modified by the Fifth Modification, is not required;

5. That Meridian Bank does not object to the Fifth Modification and to its confirmation without compliance with Section 1125 of the Code;

6. That, as of the date hereof, the Plan has not been substantially consummated;

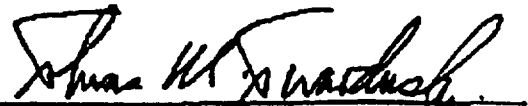
7. That the Fifth Modification does not modify the Plan so that the Plan as modified fails to meet the requirements of Sections 1122 and 1123 of the Bankruptcy Code; and

8. That the confirmation of the Fifth Modification is warranted by the circumstances of the case, as it is in the best interests of the creditors and equity security holders of the Debtor;

It is hereby ORDERED

That Debtor's Fifth Modification of the Debtor's Fourth Amended Plan of Reorganization is CONFIRMED.

BY THE COURT:


THOMAS M. TWARDOWSKI
Chief Bankruptcy Judge

cc: H. MARVIN MERCER, III, ESQUIRE
Of Counsel

4 Notices mailed 7/1/91

APPLICATION FOR CONSENT
TO TRANSFER OF CONTROL
FCC FORM 315
SECTION I, PART I
ITEM 7

EXHIBIT 3

Micheal L. Parker, President and Director of Reading Broadcasting, Inc., is the 100% voting stockholder of Two If By The Sea Broadcasting Corporation. Two If By the Sea Broadcasting Corporation owns 51% of the stock of Massachusetts Channel 46 Corporation, licensee of WHRC(TV), Norwell, Massachusetts.

Mr. Parker has an application pending for a new low power television on Channel 68 at Los Angeles, California (FCC File No. BPTTL-891208ZI).

Mr. Parker held jointly with his wife, Judith Parker, a stock interest in Pacific Rim Broadcasting Co. ("Pacific Rim"), which filed an application to modify its construction permit for KPRR-TV, Channel 14, Honolulu, Hawaii, to operate on Channel 5 (FCC File No. BMPCT-830223KO, MM Docket No. 83-734). The application was dismissed by the Commission with prejudice pursuant to Pacific Rim's request. See Memorandum Opinion and Order, FCC 84M-1202, released March 12, 1984.

Mr. Parker's application for a new commercial television station on Channel 29 at Sacramento, California (FCC File No. BPCT-820824KJ, MM Docket No. 83-66) was dismissed with

prejudice pursuant to his request. See Memorandum Opinion and Order, FCC 83M-1594, released May 17, 1983.

Mr. Parker also was an officer, director and shareholder of Mt. Baker Broadcasting Co. Mt. Baker Broadcasting Co.'s application for extension of time of its construction permit for KORC(TV), Anacortes, Washington (FCC File No. BMPCT-860701KP) was denied. See Memorandum Opinion and Order, FCC 88-234, released August 5, 1988.

Although neither an applicant nor the holder of an interest in the applicant to the proceeding, Mr. Parker's role as a paid independent consultant to San Bernadino Broadcasting Limited Partnership ("SBB"), an applicant for authority to construct a new commercial television station on Channel 30 in San Bernadino, California (MM Docket No. 83-911), was such that the general partner in SBB was held not to be the real-party-in-interest to that applicant and that, for purposes of the comparative analysis of SBB's integration and diversification credit, Mr. Parker was deemed such. See Religious Broadcasting Network et. al., FCC 88R-38, released July 5, 1988. This proceeding was settled in 1990 and Mr. Parker did not receive an interest of any kind in the Sandino Telecasters, Inc., the applicant awarded the construction permit. See Religious Broadcasting Network et. al., FCC 90R-101, released October 31, 1990.

APPLICATION FOR CONSENT
TO TRANSFER OF CONTROL
FCC FORM 315
SECTION II
ITEM 5

EXHIBIT 4

Four of the proposed stockholders of Reading, Harvey L. Massey, Paul Pavloff, Stella Pavloff and Alfred W. Busby, have sued Dr. Henry Aurandt, a present and proposed stockholder of Reading, in U.S. District Court for the Eastern District of Pennsylvania. On July 31, 1991, a judgment was entered in favor of Mr. Massey, Mr. Pavloff, Ms. Pavloff and Mr. Busby against Dr. Aurandt, and the court garnished Dr. Aurandt's Reading stock to satisfy the judgment. If Dr. Aurandt's Reading stock is used to pay the judgment, his stock, which will represent 13.98% of the outstanding stock if the instant application is approved, will be distributed to the four stockholders referenced above.

APPLICATION FOR CONSENT
TO TRANSFER OF CONTROL
FCC FORM 315
SECTION IV

EXHIBIT 5

The station will continue its current policies
regarding program service.

EXHIBIT R

SIDLEY & AUSTIN
A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

ORIGINAL

CHICAGO
LOS ANGELES
NEW YORK

1722 EYE STREET, N.W.
WASHINGTON, D.C. 20006
TELEPHONE 202: 736-8000
TELEX 89-463
FACSIMILE 202: 736-8711

LONDON
SINGAPORE
TOKYO

WRITER'S DIRECT NUMBER
(202) 736-8149

125th
Anniversary
1866-1991

RECEIVED

JAN 29 1992

January 29, 1992

BY HAND

Federal Communications Commission
Office of the Secretary

Ms. Donna R. Searcy
Secretary
Federal Communications Commission
Mass Media Bureau
1919 M Street, N.W.
Room 222
Washington, D.C. 20554

Re: WTVE(TV), Reading, Pennsylvania
Reading Broadcasting, Inc.
Amendment of Pending Transfer Application
FCC File No. BTCCT-911113KH

Dear Ms. Searcy:

In response to the Commission's recent inquiry concerning the above-referenced application for the transfer of control ("Application") of Reading Broadcasting, Inc. ("Reading"), this letter will confirm that Micheal L. Parker, the President of Reading, is the sole shareholder, officer and director of Partel, Inc., a proposed 29.69% stockholder of the transferee. Mr. Parker's broadcast interests are described in Exhibit 3 to the Application.

In addition, as explained in the response to Section II, Item 5(a) to the Application, Meridian Bank holds an option, which it may exercise at will, to purchase 6.25% of Reading's stock from Partel, Inc. for one dollar. Attached is a letter from Marvin H. Mercer III, Esq., Reading's corporate attorney, describing the option in more detail.

By this correspondence, I also am transmitting an amendment to the Application, signed by Mr. Parker, which modifies the Application.

Specifically, Exhibit 3 to Reading's Application is amended as follows:

RL

Ms. Donna R. Searcy
January 29, 1992
Page 2

Reading has pending an application for renewal of the license for WTVE(TV) (FCC File No. BRCT-890328KI).

On March 18, 1987, the Commission denied Reading's application for a construction permit to modify its license to change its transmitter site (FCC File No. BPCT-841221KW).

Thank you for your assistance in finalizing Reading's Application which, as here amended, we understand to be ripe for immediate approval by the Commission. Should you have any further questions, or if we can facilitate such action in any other way, please telephone me directly at the number above.

Sincerely,

A handwritten signature in cursive script that reads "Paula Friedman".

Paula G. Friedman

Attachments

cc: Ms. Selina Hinton

RECEIVED

JAN 29 1992

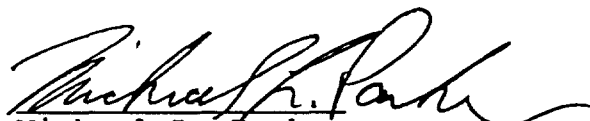
AMENDMENT

Federal Communications Commission
Office of the Secretary

The application of Reading Broadcasting, Inc., as debtor-in-possession, for consent to the transfer of control of WTVE(TV), Reading, Pennsylvania, to Reading Broadcasting, Inc., FCC File No. BTCCT-911113KH, is hereby amended to include the attached material.

Respectfully submitted,

READING BROADCASTING, INC.,
AS DEBTOR-IN-POSSESSION

By: 
Micheal L. Parker
President

Dated: 1-28-91

KRUSEN EVANS AND BYRNE

TIMOTHY J. MAHONEY
JOSEPH A. BARONE
THOMAS A. BELL
JAMES A. YULMAN
ROBERT S. FORSTER, JR.
MARY ELISA REEVES*
SANDRA L. KNAPP*
JAMES L. BARLOW*
GABRIEL D. CIERI*

JAMES F. YOUNG
E. ALFRED SMITH***
A. ROBERT DEGEN**
PETER HANSEN BACH*
WILLIAM C. MILLER
MARION H. GRIFFIN
DONNA L. ADELSBERGER*
THOMAS S. MELLON
ERIKA A. SPOTT*

EUGENE R. LIPPMAN
MARK D. ALSPACH

ANDREA L. BERGER**
H. MARVIN MERCER, III*
OF COUNSEL

*ALSO MEMBER NEW JERSEY BAR
**ALSO MEMBER DISTRICT OF COLUMBIA BAR
***ALSO MEMBER HAWAII BAR
*ALSO MEMBER OHIO BAR

Suite 1100, The Curtis Center
Independence Square West
Sixth and Walnut Streets
Philadelphia, Pa. 19106
Telephone 215-923-4400

Fax 215-925-0218
Telex 83-4201
Cable Address: Kesel

New Jersey Office
853 Haddon Avenue
Collingswood, N.J. 08108
Telephone 609-858-3444
Fax 609-858-6707

OUR FILE NO.

January 23, 1992

Ms. Donna Searcy, Secretary
Federal Communications Commission
19 M Street, N.W., Room 222
Washington, D.C. 20554

Re: Reading Broadcasting, Inc.

Dear Ms. Searcy:

Pursuant to the above-referenced corporation's Plan of Reorganization, as amended, Meridian Bank, a Pennsylvania banking corporation, was granted an option to purchase from Partel, Inc. 6-1/4% of all the issued and outstanding shares and capital stock of Reading Broadcasting, Inc. as of September 17, 1991. The purchase price of the option is \$1.00 and the option period commenced on September 17, 1991 and ends on that certain day which is 45 days after all obligations and liabilities of Reading Broadcasting, Inc. under its Restruction Agreement and loan documents with Meridian Bank have been satisfied and paid in full, provided Meridian Bank receives not less than 10 days advanced written notice that such obligations and liabilities will be paid in full.

The option was granted to Meridian Bank for three reasons. First, it was granted to compensate the bank for the reduction in its secured and unsecured claim against the debtor from over \$3 million to exactly \$2 million. Secondly, it compensated the bank for waiving its right under the debtor's confirmed Fourth Amended Plan of Reorganization to receive an initial payment of \$500,000 on the effective date of the Plan. In exchange for the option, the bank agreed to the amortization of the initial payment over the term of the loan. Finally, the bank was granted the option to compensate it for its decision to extend the term of the loan

Ms. Donna Searcy, Secretary
Federal Communications Commission
Page 2
January 23, 1992

from 7 years, as set forth in the debtor's Plan, to 30 years.

The principal purpose of the option is to allow the bank to participate, as a shareholder, in the event that the station is subsequently sold at an amount in excess of its liabilities. Although the bank has the right to exercise the option immediately, we believe that the bank has no plans to do so at the present time. In any event, exercise of the option by the bank, in and of itself, will not result in a transfer of control of the corporation.

Sincerely,

KRUSEN EVANS AND BYRNE



H. Marvin Mercer, III

HMM/jl/C65